

<u>Call Sign</u>	<u>Market</u>
KNLG578	B466/D (Wausau-Rhineland, WI)
KNLG479	B468/D (Wenatchee, WA)
KNLG580	B469/D (W. Palm Beach-Boca Raton, FL)
KNLG581	B471/D (Wheeling, WV)
KNLG582	B473/E (Wichita Falls, TX)
KNLG583	B482/D (Yakima, WA)
KNLG584	B485/D (Yuba City-Marysville, CA)
KNLG585	B492/D (American Samoa)
KNLG586	B492/E (American Samoa)

AT&T Wireless PCS of Philadelphia, Inc. and AT&T Wireless PCS of Philadelphia, LLC (both controlled by AT&T Wireless PCS Inc.) hold the authorization for call sign KNLF218, Market M009/A (Philadelphia).

TELEDESIC CORPORATION

McCaw Development Corporation, a Delaware corporation and a wholly-owned indirect subsidiary of AT&T Wireless, holds approximately 23.8 percent of the stock of Teledesic Corporation ("Teledesic"), the holder of an authorization to construct, launch, and operate LEO satellite system in the Domestic and International Fixed Satellite Service.

AT&T WIRELESS CABLE INTERESTS

AT&T Wireless indirectly holds interests in cable television systems.

AT&T CORP.

AT&T Corp. holds radio licenses and owns other companies holding licenses for radio stations. Those companies are:

Alascom, Inc.
AT&T Communications of California, Inc.
AT&T Communications of Illinois, Inc.
AT&T Communications of Indiana, Inc.
AT&T Communications of Maryland, Inc.
AT&T Communications of Michigan, Inc.
AT&T Communications of the Midwest, Inc.
AT&T Communications of the Mountain States, Inc.
AT&T Communications of Nevada, Inc.
AT&T Communications of New England, Inc.
AT&T Communications of New Jersey, Inc.
AT&T Communications of New York, Inc.
AT&T Communications of Ohio, Inc.
AT&T Communications of the Pacific Northwest, Inc.
AT&T Communications of Pennsylvania, Inc.
AT&T Communications of Puerto Rico, Inc.
AT&T Communications of the South Central States, Inc.
AT&T Communications of the Southern States, Inc.
AT&T Communications of the Southwest, Inc.
AT&T Communications of Virginia, Inc.
AT&T Communications of West Virginia, Inc.
AT&T Communications of Wisconsin, Inc.
AT&T of the Virgin Islands, Inc.

STATEMENT OF PUBLIC INTEREST, CONVENIENCE, AND NECESSITY

The proposed transfer of control of BizTel, Inc. ("BizTel"), as controlled by Teleport Communications Group Inc. ("TCG"), to AT&T Corp. ("AT&T") will benefit the public in numerous ways. Under the ownership of AT&T, TCG and BizTel will continue to provide advanced and sophisticated telecommunications services by means of its 38 GHz operations. AT&T will devote its considerable financial, technical, and managerial resources to realizing the potential of BizTel's operations and to expanding the variety and scope of BizTel's services. AT&T will ensure that the public receives the full benefit of the innovative, cost-effective, and diverse telecommunications services that can be offered by means of BizTel's operations and that the services of TCG and BizTel are made available to increasing numbers of customers throughout the United States.

The 38 GHz operations of BizTel also will enable AT&T to provide its customers an alternative means of accessing its telecommunications services. The 38 GHz operations of BizTel

will provide a cost-effective means of extending the reach of AT&T's services to customer locations over its own network.

While AT&T is a vigorous and effective non-dominant competitor in the long distance marketplace, it has thus far been highly dependent on Incumbent Local Exchange Carrier ("ILEC") systems and facilities in its efforts to enter the market for local exchange services and bring the benefits of vigorous competition to that market. Unfortunately, since the passage of the 1996 Telecommunications Act, AT&T has experienced a number of technical, economic and practical difficulties in entering the market for competitive local exchange services because it was heavily reliant on the use of ILEC systems and facilities. Accordingly, AT&T's ability to provide robust competitive local exchange services will be significantly enhanced if AT&T has alternative local infrastructure available to it and within its control and management.

Although it is the nation's largest competitive local exchange carrier, TCG is today dwarfed -- in revenues and available capital -- by the formidable ILEC competitors that it faces in its local markets. Those carriers today continue to control the market for local exchange services, nearly two years

after the passage of the 1996 Telecommunications Act, and over ten years since TCG entered the local telecommunications market.

AT&T's acquisition of TCG holds great promise for the development of facilities-based local competition by taking full advantage of the complementary aspects of AT&T's long distance and wireless networks and marketing expertise and TCG's local fiber optic and broadband wireless capabilities and rights-of-way. The merger signifies AT&T's commitment to investment in local facilities, and thus facilitates AT&T's goal of bringing competition and choice to local markets.

In the near term, AT&T expects that the acquisition of TCG will accelerate and expand AT&T's provision of facilities-based local exchange service, primarily to business customers and to multiple dwelling units in high density markets currently served by TCG. AT&T also expects that the acquisition of TCG will enhance AT&T's ability to provide end-to-end service to broader classes of customers by enabling AT&T to tap the experience and expertise of TCG's management team to lead AT&T's overall local entry strategy for business and residence customers. Accordingly, the proposed transfer of BizTel will serve the public interest, convenience and necessity.



REFERENCE: VENDOR PAYMENT
FCC FILING FEE FOR APPLICATION FOR
AUTHORITY TO TRANSFER CONTROL OF
TCG LICENSES

No. 10127185

February 02, 1998

PAY *****Nine Thousand Six Hundred Ten And 00/100 IN US DOLLARS*****

\$9,610.00

IN U.S. DOLLARS

THE
ORDER
OF
FEDERAL COMMUNICATIONS
COMMISSION
COMMON CENTER ENFORCEMENT DIV.
P.O. BOX 358600
PITTSBURG, PA 15251-5600

AT&T Corp.

Authorized Signature

The Northern Trust Company
Chicago, IL 0710 Payable Through
Northern Trust Bank/DuPage, Oak Brook, IL
Account No. 31372621

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